



SPECIAL MEETING OF SHAREHOLDERS

TONY FALKENSTEIN ADDRESS

Date

Monday 13 May 2024

Time

11:00am (NZST)

Venue

Physical: Link Market Services, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010

Online: www.virtualmeeting.co.nz/jlgsm24

Tony Falkenstein Address

Good morning, everyone and welcome to this meeting.

You will have received the Notice of Meeting from the Non-Executive Directors which outlined the advantages and disadvantages of de-listing from the NZX Main Board and listing on the USX.

You will also have received my personal letter, as the major shareholder, outlining why I think the de-listing proposal is the best option for all shareholders.

I am pleased that the New Zealand Shareholders' Association agreed with me and has recommended that their members vote for the proposal, making the following points:

- The NZSA take a positive view of the public commitments made by JLG related to ongoing disclosure and my track record in providing effective governance structures for minority shareholders.
- The NZSA also note the buy-back offer associated with the proposal and believes that it is priced fairly for existing shareholders that may wish to sell shares prior to the de-listing being finalised.

As you know, JLG's net profit for the first half was down 38% on the previous year – we are in a recession as we all know, and we expect conditions to be tough over the next 12 months.

This is the major reason for the de-listing – we have looked at every expense and the cost of being an NZX-listed company is disproportionately high for a small company.

By de-listing from the NZX and listing on the USX it will save us over \$400,000.

If we were a \$100 million company, I would want the current Directors on my Board – they have been paid market rates, but these are rates that the Company cannot afford in this environment. Understandably, as per the Notice of Meeting, they have advised that they intend to resign if the de-listing proposal is approved by shareholders today. I would like to thank each one of them for their input – I think we were a good team.

We have identified two Independent Directors, who will join the Company once we move to the USX. That will give us 4 new directors, 3 of whom are IOD certified, and they will add a different perspective to the Board.

I view our USX entry as a “new beginning” – like all businesses, we have some work to do during this recession – the management team is committed to the task. We held a strategy day just a month ago, and I feel we have the team to take us into the future.

I believe everything has been explained adequately in the Notice of Meeting and my personal letter to shareholders, so I won't say anything more for now, and will be happy to take questions at the appropriate time.